Case 19-30249-1	I DOC I I lied OI	120119 L	illered OI/	20/13 12.30	.00 rage 1	01 23	
Fill in this information to identify th	ne case:						
United States Bankruptcy Court for th	ie:						
Northern District of							
Case number (If known):	(State) Chapte	er <u>11</u>				☐ Che	eck if this is a
							ended filing
Official Form 201	n for Non I		.ala Eili	ina for E	)l		
Voluntary Petitio  If more space is needed, attach a se							04/16
number (if known). For more inform							
1. Debtor's name	PM Management-F	Portfolio V NC	, LLC				
2. All other names debtor used in the last 8 years							
Include any assumed names, trade names, and doing business as names							
3. Debtor's federal Employer Identification Number (EIN)	8 2 - 2 9 2	2 0 0 8	_6_				
4. Debtor's address	Principal place of bu	ısiness		Mailing add of business	lress, if different f	rom princ	ipal place
	600 N. Pearl Stree	et, Suite 1100					
	Number Street			Number	Street		
				P.O. Box			
	Dallas	TX	75201				
	City	State	ZIP Code	City	St	ate Z	IP Code
					principal assets, ace of business	if differen	t from
	Dallas			principal pr	uoc or business		
	County			Number	Street		
				City	St	ate Z	IP Code
5. Debtor's website (URL)							
6. Type of debtor	<ul><li>☑ Corporation (included)</li><li>☑ Partnership (excluded)</li></ul>	•	bility Company	(LLC) and Limited	I Liability Partnersh	ip (LLP))	
	Other. Specify:	, 					_

Del	btor PM Management - Port	folio V NC, LLC	Case number (if known)		
7.	Describe debtor's business		e Business (as defined in 11 U.S.C. § 101(27A)) et Real Estate (as defined in 11 U.S.C. § 101(51B))		
		☐ Railroad (as defined in 11 U.S.C. § 101(44))			
		☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))			
		☐ Commodity	Broker (as defined in 11 U.S.C. § 101(6))		
			ank (as defined in 11 U.S.C. § 781(3))		
		□ None of the above			
		B. Check all the	at apply:		
		☐ Tax-exempt	t entity (as described in 26 U.S.C. § 501)		
		Investment § 80a-3)	company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C.		
		☐ Investment	advisor (as defined in 15 U.S.C. § 80b-2(a)(11))		
			rth American Industry Classification System) 4-digit code that best describes debtor. See uscourts.gov/four-digit-national-association-naics-codes.		
		6 2	<u>3</u> <u>1</u>		
8.	Under which chapter of the	Check one:			
	Bankruptcy Code is the	☐ Chapter 7			
	debtor filing?	☐ Chapter 9			
		•	. Check all that apply:		
		·	Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).		
			The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).		
			A plan is being filed with this petition.		
			Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
			☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.		
			☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.		
		☐ Chapter 12			
9.	Were prior bankruptcy cases filed by or against the debtor	☑ No			
	within the last 8 years?	☐ Yes. Distric	ct When Case number		
	If more than 2 cases, attach a separate list.	Distric	ct When Case number		
10.	Are any bankruptcy cases	☐ No			
	pending or being filed by a business partner or an	X Yes. Debto	See Attached Schedule 1 Relationship		
	affiliate of the debtor?		ct When		
	List all cases. If more than 1, attach a separate list.		number, if known		
	•				

Debtor	PM Management - Port	folio V NC, LLC	Case number (if know	vn)		
	Name					
11. Why is the case filed in this		Check all that apply:				
distri	cr?	Debtor has had its domicile, principal place of business, or principal assets in this district for 180 immediately preceding the date of this petition or for a longer part of such 180 days than in any o district.				
		☐ A bankruptcy case concern	ning debtor's affiliate, general partner,	or partnership is pending in this district.		
12. Does the debtor own or have possession of any real property or personal property		<ul><li>☒ No</li><li>☐ Yes. Answer below for eac</li></ul>	h property that needs immediate atter	ntion. Attach additional sheets if needed.		
	eeds immediate	Why does the property need immediate attention? (Check all that apply.)				
attent	ion?	☐ It poses or is alleg	ed to pose a threat of imminent and id	dentifiable hazard to public health or safety.		
			d?			
		_	sically secured or protected from the			
			ble goods or assets that could quickly nple, livestock, seasonal goods, meat tions).			
		·	, 			
		Where is the propert				
			Number Street			
			City	State ZIP Code		
		Is the property insur	ed?			
		□ No				
		Yes. Insurance age	ncy			
		Contact name				
		Phone		_		
	Statistical and adminis	trative information				
42 Dobto	or's estimation of	Check one:				
	ble funds		distribution to unsecured creditors.			
				lable for distribution to unsecured creditors.		
		<b>□</b> 1-49	1,000-5,000	25,001-50,000		
14. Estim	ated number of	50-99	☐ 5,001-10,000	<b>5</b> 0,001-100,000		
Credit	ors.	☐ 100-199 ☐ 200-999	10,001-25,000	☐ More than 100,000		
		<b>\$0-\$50,000</b>	□ \$1,000,001-\$10 million	□ \$500,000,001-\$1 billion		
15. Estim	ated assets	\$50,001-\$100,000	□ \$10,000,001-\$50 million	□ \$1,000,000,001-\$10 billion		
		□ \$100,001-\$500,000 □ \$500,001-\$1 million	\$50,000,001-\$100 million \$100,000,001-\$500 million	☐ \$10,000,000,001-\$50 billion☐ More than \$50 billion		
		<b>→</b> \$500,001-\$1 HilliloH	<u> </u>	wide than 450 billion		

Debtor	PM Management - Portfolio V NC, LLC  Case number (if known)					
	Name					
16. Estimated liabilities		<ul><li>■ \$0-\$50,000</li><li>■ \$50,001-\$100,000</li><li>■ \$100,001-\$500,000</li><li>■ \$500,001-\$1 million</li></ul>	□ \$1,000,001-\$10 million □ \$10,000,001-\$50 million □ \$50,000,001-\$100 million □ \$100,000,001-\$500 million	□ \$1 □ \$1	\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion More than \$50 billion	
R	equest for Relief, Dec	laration, and Signatures				
WARNING			tement in connection with a bankr 8 U.S.C. §§ 152, 1341, 1519, and		result in fines up to	
	ion and signature of ed representative of	The debtor requests relie petition.	of in accordance with the chapter of	f title 11, United	d States Code, specified in this	
		I have been authorized to	o file this petition on behalf of the	lebtor.		
		I have examined the inforcorrect.	rmation in this petition and have a	reasonable bel	ief that the information is true and	
		I declare under penalty of per	rjury that the foregoing is true and	correct.		
		Executed on <u>01/28/2019</u> MM / DD / Y	YYY			
		/s/ Kevin O'Halloran		(evin O'Hallor	an	
		Signature of authorized repre		ted name		
		Title Chief Restructurin	g Onicei			
18. Signatu	re of attorney	✗ /s/ Trey A. Monsour	Da	01/28/2	2019	
		Signature of attorney for deb			DD /YYYY	
		Trey A. Monsour				
		Printed name Polsinelli PC				
		Firm name 2950 N. Harwood Stre	et, Suite 2100			
		Number Street  Dallas		_TX	75201	
		City			ZIP Code	
		713-374-1643 Contact phone		tmonsour@ Email address	polsinelli.com	
		14277200		TX State		
		Bar number		Sidle		

# Case 19-30249-11 Doc 1 Filed 01/28/19 Entered 01/28/19 12:36:08 Page 5 of 25 SCHEDULE I (Affiliate Debtors)

Date Filed	Debtor Name	Case No.	EIN
	Alief SCC LLC	18-33987	0523
	Bandera SCC LLC	18-33989	0617
	Baytown SCC LLC	18-33992	0778
	Beltline SCC LLC	18-33996	7264
	Booker SCC LLC	18-33999	0967
	Bossier SCC LLC	18-34003	2017
	Bradford SCC LLC	18-34004	9535
	Brinker SCC LLC	18-34005	7304
	Brownwood SCC LLC	18-33968	0677
	Capitol SCC LLC	18-34006	1750
	CapWest-Texas LLC	18-34008	4897
	Cedar Bayou SCC LLC	18-34010	8889
	Clear Brook SCC LLC	18-34012	1877
	Colonial SCC LLC	18-34014	4385
	Community SCC LLC	18-33969	7951
	Corpus Christi SCC LLC	18-34016	9807
	Crestwood SCC LLC	18-34017	7349
	Crowley SCC LLC	18-33970	6697
	CTLTC Real Estate, LLC	18-34018	0202
	Fairpark SCC LLC	18-34020	7381
	Gamble Hospice Care Central LLC	18-34022	6688
	Gamble Hospice Care Northeast LLC	18-34025	6661
	Gamble Hospice Care Northwest LLC	18-34027	2044
	Gamble Hospice Care of Cenla LLC	18-34029	4510
	Green Oaks SCC LLC	18-33971	7218
	Harbor Lakes SCC LLC	18-33972	7299
	Harden HUD Holdco LLC	18-34032	1502
	Harden Non-HUD Holdco LLC	18-34035	3391
	Harden Pharmacy LLC	18-34036	1995
	Hearthstone SCC LLC	18-34037	9154
	Hewitt SCC LLC	18-33973	7237
12/4/2018	HG SCC LLC	18-34040	7415
12/4/2018	Hill Country SCC LLC	18-34043	4199
	Holland SCC LLC	18-33974	1427
12/4/2018	Hunters Pond SCC LLC	18-34045	2886
12/4/2018	Jacksonville SCC LLC	18-34046	4216
12/4/2018	La Hacienda SCC LLC	18-34049	1074
	Lakepointe SCC LLC	18-34050	7457
	Major Timbers LLC	18-34052	7477
	Marlandwood East SCC LLC	18-34054	1871
12/4/2018	Marlandwood West SCC LLC	18-34058	2192
	Meadow Creek SCC LLC	18-34064	9278
12/4/2018	Midland SCC LLC	18-34065	4231

12/4/2018 Mill Forest Road SCC LLC	18-34066	5137
12/4/2018 Mission SCC LLC	18-33975	8086
12/4/2018 Mullican SCC LLC	18-34067	7499
12/4/2018 Mystic Park SCC LLC	18-34068	1898
12/4/2018 Normandie SCC LLC	18-34069	1542
12/4/2018 Onion Creek SCC LLC	18-34070	7425
12/4/2018 Park Bend SCC LLC	18-34071	9410
12/4/2018 Pasadena SCC LLC	18-34072	1694
12/4/2018 Pecan Tree SCC LLC	18-34073	4241
12/4/2018 Pecan Valley SCC LLC	18-34074	9585
12/4/2018 Pleasantmanor SCC LLC	18-34075	7536
12/4/2018 PM Management - Allen NC LLC	18-34076	4961
12/4/2018 PM Management - Babcock NC LLC	18-34077	7829
12/4/2018 PM Management - Cedar Park NC LLC	18-34078	1050
12/4/2018 PM Management - Corpus Christi NC II LLC	18-34079	5231
12/4/2018 PM Management - Corpus Christi NC III LLC	18-34080	5129
12/4/2018 PM Management - Corsicana NC II LLC	18-34081	9281
12/4/2018 PM Management - Corsicana NC III LLC	18-34082	9353
12/4/2018 PM Management - Corsicana NC LLC	18-34083	1333
12/4/2018 PM Management - Denison NC LLC	18-34084	5022
12/4/2018 PM Management - El Paso I NC LLC	18-34085	2965
12/4/2018 PM Management - Fredericksburg NC LLC	18-34086	0599
12/4/2018 PM Management - Frisco NC LLC	18-34087	5082
12/4/2018 PM Management - Garland NC LLC	18-33979	5137
12/4/2018 PM Management - Golden Triangle NC I LLC	18-33980	9478
12/4/2018 PM Management - Golden Triangle NC II LLC	18-33981	9536
12/4/2018 PM Management - Golden Triangle NC III LLC	18-33982	9597
12/4/2018 PM Management - Golden Triangle NC IV LLC	18-33983	9654
12/4/2018 PM Management - Killeen I NC LLC	18-33984	3105
12/4/2018 PM Management - Killeen II NC LLC	18-33985	3179
12/4/2018 PM Management - Killeen III NC LLC	18-33986	3245
12/4/2018 PM Management - Lewisville NC LLC	18-33988	5296
12/4/2018 PM Management - New Braunfels NC LLC	18-33990	6293
12/4/2018 PM Management - Park Valley NC LLC	18-33991	7186
12/4/2018 PM Management - Pflugerville AL LLC	18-33993	4007
1/25/2019 PM Management - Portfolio IX NC LLC	n/a	1841
1/25/2019 PM Management – Portfolio V NC, LLC	n/a n/a	2086
1/25/2019 PM Management - Portfolio VI NC LLC	n/a n/a	5354
1/25/2019 PM Management - Portfolio VII NC LLC	n/a	9728
1/25/2019 PM Management - Portfolio VIII NC LLC	n/a	3048
<del>-</del>		
12/4/2018 PM Management - Portland AL LLC 12/4/2018 PM Management - Portland NC LLC	18-33994 18-33995	5018
		4928
12/4/2018 PM Management - Round Rock AL LLC	18-33997	5304
1/25/2019 PM Management - San Antonio AL LLC	n/a	4609

12/4/2018 PM Management - San Antonio NC LLC	18-33998	1216
12/4/2018 Presidential SCC LLC	18-34000	1913
12/4/2018 Redoak SCC LLC	18-33976	7569
12/4/2018 Riverside SCC LLC	18-34001	1889
12/4/2018 Round Rock SCC LLC	18-34002	8936
12/4/2018 Rowlett SCC LLC	18-34007	7606
12/4/2018 Ruston SCC LLC	18-34009	0242
12/4/2018 RW SCC LLC	18-34011	7631
12/4/2018 Sagebrook SCC LLC	18-34013	9571
12/4/2018 San Angelo SCC LLC	18-34015	4254
12/4/2018 SCC Edinburg LLC	18-34019	1195
12/4/2018 SCC Hospice Holdco LLC	18-34021	0104
12/4/2018 SCC Senior Care Investments LLC	18-34023	4123
12/4/2018 SCC Socorro LLC	18-34024	5459
12/4/2018 Senior Care Center Management II LLC	18-34026	1280
12/4/2018 Senior Care Center Management LLC	18-34028	7811
12/4/2018 Senior Care Centers Home Health, LLC	18-34030	1931
12/4/2018 Senior Care Centers LLC	18-33967	8550
12/4/2018 Senior Rehab Solutions LLC	18-34031	4829
12/4/2018 Senior Rehab Solutions North Louisiana LLC	18-34033	1690
12/4/2018 Shreveport SCC LLC	18-34034	1659
12/4/2018 Solutions 2 Wellness LLC	18-34038	4065
12/4/2018 South Oaks SCC LLC	18-34039	8002
12/4/2018 Springlake ALF SCC LLC	18-34041	2436
12/4/2018 Springlake SCC LLC	18-34042	9102
12/4/2018 Stallings Court SCC LLC	18-33977	7393
12/4/2018 Stonebridge SCC LLC	18-34044	9234
12/4/2018 Stonegate SCC LLC	18-33978	3005
12/4/2018 Summer Regency SCC LLC	18-34047	7782
12/4/2018 TRISUN Healthcare LLC	18-34048	2497
12/4/2018 Valley Grande SCC LLC	18-34051	1341
12/4/2018 Vintage SCC LLC	18-34053	7710
12/4/2018 West Oaks SCC LLC	18-34055	9535
12/4/2018 Western Hills SCC LLC	18-34056	1922
12/4/2018 Weston Inn SCC LLC	18-34057	7871
12/4/2018 Westover Hills SCC LLC	18-34059	3303
12/4/2018 Whitesboro SCC LLC	18-34060	7745
12/4/2018 Windcrest SCC LLC	18-34061	9541
12/4/2018 Windmill SCC LLC	18-34062	8067
12/4/2018 Wurzbach SCC LLC	18-34063	9920

## UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF SENIOR CARE CENTERS, LLC

January ●, 2019

Under the provisions of the Second Amended and Restated Limited Liability Company Agreement of Senior Care Centers, LLC (the "Company"), a limited liability company duly organized and validly existing under the laws of the State of Delaware, as amended, and the Delaware Limited Liability Company Act, as amended, effective as of the date written above, the undersigned constituting all members of the Board of Directors (the "Board") and the Board of each of the Company's subsidiaries, hereby consent in writing that the following resolutions be adopted and direct that this consent be filed with the Company's (and each of the Company's subsidiaries') official minutes, to have the same force as a unanimous vote of the Directors (and the directors of each of the Company's subsidiaries) at a meeting duly held this date:

WHEREAS, the Board has considered presentations by management and the financial and legal advisors of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to it, and the effect of the foregoing on the Company's business; and

**WHEREAS**, the Board has had the opportunity to consult with the management and the financial and legal advisors of the Company and fully consider each of the strategic alternatives available to the Company.

WHEREAS, the Company and 120 of its affiliates filed voluntary petitions for relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") on December 4, 2018 in the United States Bankruptcy Court for the Northern District of Texas (the "Bankruptcy Court").

#### NOW, THEREFORE, IT IS

**RESOLVED**, that in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that the Company shall be and hereby is authorized to file or cause to be filed voluntary petitions for relief for each of the Company's additional affiliates listed on the attached <u>Schedule 1</u> and collectively referred to herein as the "**Chapter 11 Cases**" under the provisions of chapter 11 of the Bankruptcy Code in the Bankruptcy Court; and it is further

**RESOLVED**, that the Chief Restructuring Officer (the "Authorized Officer") be, and is hereby, authorized, empowered and directed to execute and file on behalf of the Company all petitions, schedules, lists and other motions, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's business; and it is further

**RESOLVED**, that the Authorized Officer be, and is hereby, authorized, empowered and directed to certify the authenticity of these resolutions.

**RESOLVED,** that in addition to the specific authorizations heretofore conferred upon the Authorized Officer be, and they hereby are, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such officer's or officers' judgment, shall be necessary, advisable or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; and it is further

**RESOLVED,** that all members of the Board of the Company have received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waive any right to have received such notice; and it is further

**RESOLVED,** that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement or certificate has been specifically authorized in advance by resolution of the Board; and it is further

**RESOLVED,** the Authorized Officer be and hereby is authorized and empowered to take all actions or to not take any action in the name of the Company with respect to the transactions contemplated by these resolutions hereunder as the sole shareholder, partner, member or managing member of each direct subsidiary of the Company, in each case, as the Authorized Officer shall deem necessary or desirable in the Authorized Officer's reasonable business judgment as may be necessary or appropriate to effectuate the purposes of the transactions contemplated herein.

This Consent may be signed in one or more counterparts, each of which shall be deemed an original, and all of which shall constitute one instrument.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF,	the undersigned ha	ave executed this	Consent	effective	as of
the date first set forth above.					

Alan Munday
David Stewart
Gideon Argov
Michael Wyse
Timothy Hughes
Timothy Hughes

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the date first set forth above.

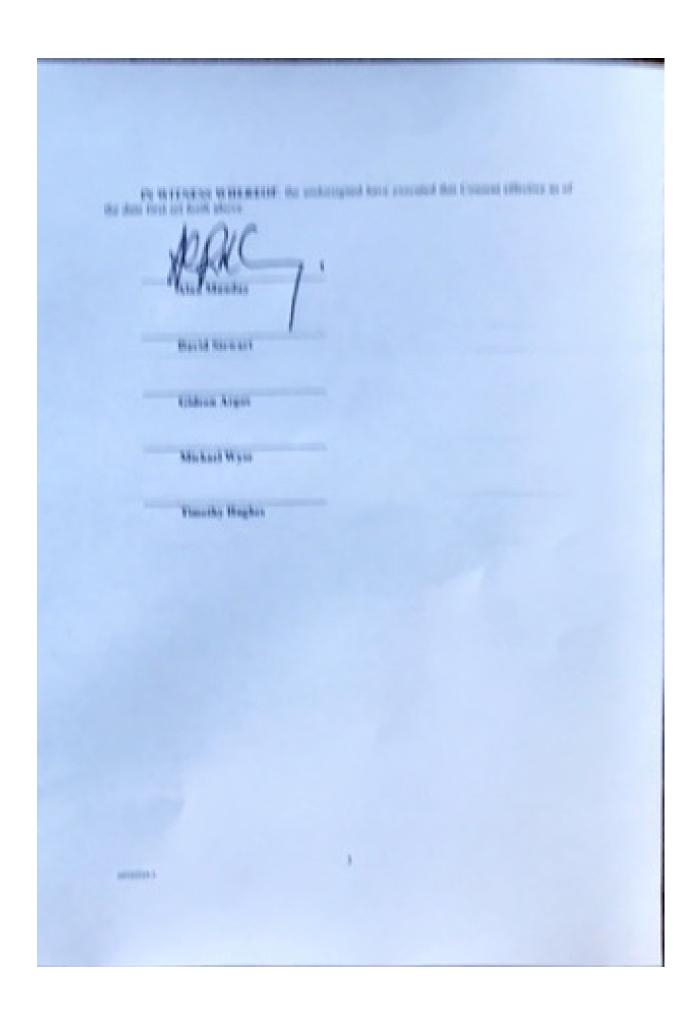
	Alan Munday
,	Daw Show
	David Stewart
	Gideon Argov
	Michael Wyse
	Timothy Hughes

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the date first set forth above.

	Alan Munday	
	2	
]	David Stewart	
	Gideon Argov	
]	Michael Wyse	
	Fimothy Hughes	

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the date first set forth above.

Alan Monday	
	a
David Stewart	and the same
Gideon Argov	
V	*
N)	
Michael Wyse	<u></u>
	****
Timothy Hughes	



#### Schedule 1

#### Company and Affiliates

- PM Management Portfolio V NC, LLC
   PM Management Portfolio VI NC, LLC
- PM Management Portfolio VII NC, LLC
   PM Management Portfolio VIII NC, LLC
- 5. PM Management Portfolio IX NC, LLC
- 6. PM Management San Antonio AL, LLC

# 3012834 v1

Trey A. Monsour State Bar No. 14277200 Polsinelli PC 2950 N. Harwood, Suite 2100 Dallas, Texas 75201

Telephone: (214) 397-0030 Facsimile: (214) 397-0033 tmonsour@polsinelli.com

COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION

Jeremy R. Johnson (*Pro Hac Vice* Pending) Polsinelli PC 600 3rd Avenue, 42nd Floor New York, New York 10016 Telephone: (212) 684-0199 Facsimile: (212) 684-0197

jeremy.johnson@polsinelli.com

#### IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

In re:

SENIOR CARE CENTERS, LLC, et al.,

Debtors.

Chapter 11

Case No. 18-33967 (BJH)

(Jointly Administered)

# CONSOLIDATED LIST OF CREDITORS WHO HAVE THE 40 LARGEST UNSECURED CLAIMS AND ARE NOT INSIDERS

The above-captioned debtor and its debtor affiliates (collectively, the "**Debtors**") hereby certify that the *Consolidated List of Creditors Who Have the 40 Largest Unsecured Claims and Are Not Insiders* submitted herewith contains the names and addresses of the Debtors' consolidated top 40 unsecured creditors (the "**Top 40 List**"). The list has been prepared from the Debtors' unaudited books and records as of the Petition Date. The Top 40 List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors' chapter 11 cases. The Top 40 List does not include: (1) persons who come within the definition of an "insider" set forth in 11 U.S.C. § 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims. The information presented in the Top 40 List shall not constitute an admission by, nor is it binding on, the Debtors. Moreover, nothing herein shall affect the Debtors' right to challenge the amount or characterization of any claim at a later date. The failure of the Debtors to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtors' right to contest the validity, priority, and/or amount of any such claim.

Debtor name	Senior Care Centers LLC						
UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF TEXAS							
Case No. (If known)							

#### Official Form 204

### Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 40 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 40 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 40 largest unsecured claims.

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		government contracts)		Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 Sabra Health Care Reit, Inc. 353 N Clark, Ste 2900 Chicago, IL 60654	Sabra Health Care Reit, Inc. Tel: 888-393-8248 Email: Bchappell@Sabrahealth.Com Bhealey@Sabrahealth.Com	Rent				\$31,785,032.13
Healthcare Services Group Inc 3220 Tillman Dr Ste 300 Bensalem, PA 19020	Healthcare Services Group Inc Tel: 267-525-8551 Email: Jotoole@Hcsgcorp.Com	нѕс				\$7,963,956.84
3 Omnicare, Inc. P.O. Box 715276 Columbus, OH 43271-5276	Omnicare, Inc. Tel: 480-765-6353 Email: Susan.Vallone@Cvshealth.Com	Pharmacy				\$7,040,541.07
Medline Industries Inc     Dept 1080     P.O. Box 121080     Dallas, TX 75312-1080	Medline Industries Inc Tel: 800-388-2147 Email: Finance@Medline.Com	Trade				\$3,151,957.78
5 Recovercare LLC P.O. Box 936446 Atlanta, GA 31193-6446	Recovercare LLC Tel: 800-826-0270 Email: Billing@Joernsrecovercare.Com	Trade				\$2,259,824.04

Debtor name	Senior Care Centers LLC	Case No	
i e	1		· · · · · · · · · · · · · · · · · · ·

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	m claim is contingent, unliquidated, or disputed is, ssional	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		government contracts)		Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
6 Direct Supply P.O. Box 88201 Milwaukee, WI 53288-0201	Direct Supply Tel: 888-433-3224	Supplies				\$1,406,964.18
7 Schryver Medical Sales And Marketing, LLC 12075 East 45Th Ave Suite 600 Denver, CO 80239	Schryver Medical Sales And Marketing, LLC Tel: 800-638-3240	Trade				\$1,382,300.38
8 Acadian Ambulance Services, Inc. P.O. Box 92970 Lafayette, LA 70509	Acadian Ambulance Services, Inc. Tel: 800-259-3333	Transport				\$836,859.51
9 Sedgwick CMS 175 W. Jackson Suite 700 Chicago, IL 60604	Sedgwick CMS Tel: 713-914-3238	Trade				\$811,236.45
10 Specialized Medical Services, Inc. 7237 Solution Center Chicago, IL 60677-7002	Specialized Medical Services, Inc. Tel: 800-786-3656	Trade				\$755,222.84
11 Diagnostic Laboratories & Radiology 2820 N Ontario St. Burbank, CA 91504-2015	Diagnostic Laboratories & Radiology Tel: 818-549-1880	Trade				\$536,447.30
12 Mobilexusa (DSSI) 930 Ridgebrook Road 3rd Floor Sparks, MD 21152	Mobilexusa (DSSI) Tel: 800-388-2147	Trade				\$477,200.57

Debtor name	Senior Care Centers LLC	Case No. (If known)	

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	claim is contingent, unliquidated,	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		government contracts)		Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
13 Pharmerica P.O. Box 409251 Atlanta, GA 30384-9251	Pharmerica Tel: 800-722-3005	Pharmacy				\$401,318.39
14 Seqirus USA, Inc. P.O. Box 934973 3585 Atlanta Ave Hapeville, GA 30354	Seqirus USA, Inc. Tel: 855-358-8966 Email: Usainc.Accountsreceivable@Seqirus.Com	Trade				\$333,126.39
15 Centurylink P.O. Box 52187 Phoenix, AZ 85072-2187	Centurylink Tel: 865-465-2313	Telephone				\$324,315.96
16 Pointclickcare Technologies, Inc. P.O. Box 674802 Detroit, MI 48267-4802	Pointclickcare Technologies, Inc. Tel: 800-277-5889	Trade				\$305,072.46
17 San Antonio North Knoll LLC 10960 Wilshire Blvd, 5Th FI Los Angeles, CA 90024	San Antonio North Knoll LLC Email: Dbellis@Nksf.Com; Nsm12Lmu@Yahoo.Com; Tokum@Picoainc.Com	Rent				\$276,686.29
18 Hidalgo Healthcare Realty 5647 New Copeland Rd Tyler, TX 75703	Hidalgo Healthcare Realty Email: Lparker@Sciconstruction-Tx.Com	Rent				\$250,951.87
19 Cedar Park Healthcare LLC 21726 Hardy Oak Blvd San Antonio, TX 78258	Cedar Park Healthcare LLC Email: Jsmithers@Smithersconstruction.Com, Lwhite@Smithersconstruction.Com	Rent				\$227,424.00

Debtor name	Senior Care Centers LLC	Case No. (If known)	

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	n claim is contingent, unliquidated, debts, bank ssional	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		government contracts)		Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
20 Performance Food Group - Temple P.O. Box 951641 Dallas, TX 75395-1641	Performance Food Group - Temple Tel: 800-375-3606	Food				\$205,982.24
21 Belfor Usa Group, Inc. 4820 Ih 35 North Waco, TX 76705	Belfor Usa Group, Inc. Tel: 254-799-8400 Email: Lori.Ballard@Us.Belfor.Com	Trade				\$200,000.00
22 GPDP Development Ltd. 610 Towson Avenue Fort Smith, AR 72901	GPDP Development Ltd. Email: Jana.Mundy@Gpfsm.Com	Rent				\$189,170.32
23 BKD, LLP Attn: Accounts Receivable P.O. Box 1190 Springfield, MO 65801-1190	BKD, LLP Tel: 417-866-5822 Email: Bbowmaster@Bkd.Com	Trade				\$184,535.00
24 Century Healthcare LLC CHC Companion P.O. Box 3280 Grapevine, TX 76099-3280	Century Healthcare LLC	Insurance				\$175,991.18
25 OLP Wyoming Springs LLC c/o One Liberty Properties, Inc. 60 Cuttermill Rd, Suite 303 Great Neck, NY 11021	OLP Wyoming Springs LLC Email: Pchachlani@1Liberty.Com	Rent				\$169,370.52
26 ADP, Inc. P.O. Box 842875 Boston, MA 02284-2875	ADP, Inc. Tel: 800-225-5237	Trade				\$164,817.69

Debtor name	Senior Care Centers LLC	Case No. (If known)	

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact		Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		government contracts)		Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
27 Staples Business Advantage (DSSI) 500 Staples Drive Framingham, MA 01702	Staples Business Advantage (DSSI) Tel: 877-826-7755 Email: John.Jones3@Staples.Com	Supplies				\$153,040.47
28 Presto-X / Rentokil Sterite P.O. Box 13848 Reading, PA 19612	Presto-X / Rentokil Sterite Tel: 877-764-0007 Email: Nationalcollections@Rentokil.Com	Trade				\$143,727.29
29 Colonial Life Accident & Insurance Co Processing Center P.O. Box 1365 Columbia, SC 29202-1365	Colonial Life Accident & Insurance Co Tel: Email:	Insurance				\$138,876.78
30 PC Connection Sales Dba Connections P.O. Box 536472 Pittsburgh, PA 15253-5906	PC Connection Sales Tel: 800-800-0011 Email:	Trade				\$130,583.12
31 GB&P Lubbock Ltd 610 Towson Avenue Fort Smith, AR 72901	GB&P Lubbock Ltd Email: Jana.Mundy@Gpfsm.Com	Rent				\$125,094.22
32 Clinical Resources LLC 3338 Peachtree Road, Ne Suite 102 Atlanta, GA 30326	Clinical Resources LLC Tel: 404-343-7227 Email:	Contraclbr				\$123,787.07

Debtor name	Senior Care Centers LLC	Case No	
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Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.			
		government contracts)		Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
33 AHS-Medrec, Inc. D/B/A Medrec P.O. Box 732800 Dallas, TX 75373-2800	AHS-Medrec, Inc. D/B/A Medrec Tel: 888-740-4341 Email:	Contraclbr				\$118,702.72
34 CEU360 5048 Tennyson Parkway Suite 200 Plano, TX 75024	CEU360 Tel: 800-554-2387 Email:	Trade				\$110,792.00
35 HD Supply Facilities Maintenance P.O. Box 509058 San Diego, CA 92150-9058	HD Supply Facilities Maintenance Tel: 800-798-8888 Email:	Trade				\$103,050.31
36 Staples Promotional Products Bin #150003 P.O. Box 790322 St. Louis, MO 63179-0322	Staples Promotional Products Tel: 469-262-4548 Email:	Trade				\$102,126.56
37 CNA Deductible Recovery Group P.O. Box 6065-02 Hermitage, PA 16148-1068	CNA Deductible Recovery Group Tel: 888-999-1365 Email:	Trade				\$100,000.00
38 Ogletree Deakins P.O. Box 89 Columbia, SC 29202	Ogletree Deakins Tel: 864-241-1900 Email:	Trade				\$98,319.99

Debtor name	Senior Care Centers LLC	Case No. (If known)
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Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)		Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
39 Navarro Snf Development, LP 9840 Jacksboro Hwy Ft. Worth, TX 76135	Navarro Snf Development, LP Email: Mcdonnellconst@Gmail.Com; Mcdonnellbuildersmf@Gmail.Com	Rent				\$95,839.00
40 Trinity Tile And Stone 3705 Tarragona Lane Austin, TX 78727	Trinity Tile And Stone Email:	Trade				\$87,667.48

# CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007AND 7007.1

Pursuant to Rule 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the below referenced debtors and debtors in possession (collectively, the "**Debtors**") respectfully represent that the following corporations directly or indirectly own 10% or more of any class of the Debtors' equity interests.

Entity	Ownership	
PM Management – Portfolio V NC, LLC	CTLTC Real Estate, LLC (100%)	
PM Management – Portfolio VI NC, LLC	CTLTC Real Estate, LLC (100%)	
PM Management – Portfolio VII NC, LLC	Harden Non-HUD Holdco, LLC (100%)	
PM Management – Portfolio VIII NC, LLC	CTLTC Real Estate, LLC (100%)	
PM Management – Portfolio IX NC, LLC	CTLTC Real Estate, LLC (100%)	
PM Management – San Antonio AL, LLC	Harden Healthcare Texas LP (99%)	

Fill in this information to identify the case and this filing:				
Debtor Name Senior C	are Centers, LLC, et al.			
United States Bankruptc	y Court for the: Northern	District ofTexas		
Case number (If known):	18-33967 (ВЈН)	(State)		

#### Official Form 202

#### Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

	Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
	Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
	Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
	Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
	Schedule H: Codebtors (Official Form 206H)
	Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
	Amended Schedule
X	Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the $f 40$ Largest Unsecured Claims and Are Not Insiders (Official Form 204
X	Other document that requires a declaration Consolidated Corporate Ownership Statement
I de	are under penalty of perjury that the foregoing is true and correct.
Exe	uted on 1/25/2019
	MM / DD / YYYY Signature of individual signing on behalf of debtor
	Kevin O'Halloran
	Printed name
	Chief Restructuring Officer
	Position or relationship to debtor